

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

**ORDER GRANTING THE RESCAP LIQUIDATING TRUST’S SIXTY-THIRD
OMNIBUS CLAIMS OBJECTION (PURPORTED ADMINISTRATIVE CLAIMS)**

Upon the sixty-third omnibus claims objection, dated April 30, 2014 [Docket No. 6845] (the “Objection”),¹ of The ResCap Liquidating Trust (the “Liquidating Trust”) established pursuant to the terms of the confirmed Plan filed in the above-referenced Chapter 11 Cases, as successor in interest to the Debtors, seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 3294] (the “Procedures Order”), disallowing and expunging the Prepetition Claims on the basis that they are on account of prepetition obligations; Late-Filed Claims on the basis that they were filed after the Administrative Claim Bar Date; the Late-Filed Prepetition Claims on the basis that they were on account of prepetition obligations and were filed after the Administrative Claim Bar Date; and the No Basis Claims on the basis that they assert claims that are not valid administrative claims under section 503 of the Bankruptcy Code; and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Objection and the relief

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided, and it appearing that no other or further notice need be provided; and upon consideration of the Objection, the *Declaration of Deanna Horst in Support of The ResCap Liquidating Trust's Sixty-Third Omnibus Claims Objection (Purported Administrative Claims)*, annexed thereto as Exhibit 1-A; and the *Declaration of P. Joseph Morrow IV in Support of The ResCap Liquidating Trust's Sixty-Third Omnibus Claims Objection (Purported Administrative Claims)*, annexed thereto as Exhibit 1-B; and the Court having found and determined that the relief sought in the Objection is in the best interests of the Liquidating Trust, the Liquidating Trust's beneficiaries, and all parties in interest and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; it is

ORDERED that the relief requested in the Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit A annexed hereto (collectively, the "Prepetition Claims") are hereby disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit B annexed hereto (the "Late-Filed Claims") are hereby disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit C annexed hereto (the "Late-Filed Prepetition Claims") are hereby disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit D annexed hereto (the “No Basis Claims”) are hereby disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that Kurtzman Carson Consultants, LLC, the Debtors’ claims and noticing agent, is directed to disallow and expunge the Prepetition Claims, Late-Filed Claims, Late-Filed Prepetition Claims, and No Basis Claims identified on the schedules attached as Exhibit A, Exhibit B, Exhibit C, and Exhibit D hereto so that such claims are no longer maintained on the Debtors’ Claims Register; and it is further

ORDERED that the Liquidating Trust is authorized and empowered to take all actions as may be necessary and appropriate to implement the terms of this Order; and it is further

ORDERED that notice of the Objection as provided therein shall be deemed good and sufficient notice of such objection, and the requirements of Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 [Docket No. 141], and the Local Bankruptcy Rules of this Court are satisfied by such notice; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of any claim not listed on Exhibit A, Exhibit B, Exhibit C or Exhibit D annexed to this Order, and all rights to object on any basis are expressly reserved with respect to any claim that is not listed on Exhibit A, Exhibit B, Exhibit C or Exhibit D annexed hereto; and it is further

ORDERED that this Order shall be a final order with respect to each of the Prepetition Claims, Late-Filed Claims, Late-Filed Prepetition Claims, and No Basis Claims identified on Exhibit A, Exhibit B, Exhibit C, or Exhibit D annexed hereto, as if each such Prepetition Claim,

Late-Filed Claim, Late-Filed Prepetition Claim, and No Basis Claim had been individually objected to; and it is further

ORDERED that this Court retains jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: June 12, 2014
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

Exhibit A
Prepetition Claims

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)
EXHIBIT A
SIXTY-THIRD OMNIBUS OBJECTION - DUPLICATE OF PREPETITION CLAIM (BORROWER ADMIN CLAIMS)

Claims to be Disallowed and Expunged					
Name of Claimant	Claim Number	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance
1 Charles T Clark 7404 Mesa De Arena NW Albuquerque, NM 87120-1516	7315	Administrative Priority \$60,000.00 Secured Priority \$19,712.00 General Unsecured	Residential Capital, LLC	12-12020	Claimant previously filed Claim No. 1188 on October 12, 2012. This claim was reclassified pursuant to the Order Granting the Debtors' Thirty-Eighth Omnibus Objection [Docket No. 5898]. The Borrower Claims Trust will be addressing prepetition claim 1188 in due course.
2 June Elliott Neyer and Leland Anthony Neyer 324 North Main Street P.O. Box 970 Alturas, CA 96101-0970	7409	UNLIQUIDATED Administrative Priority Secured Priority General Unsecured	Residential Capital, LLC	12-12020	Claimant previously filed Claim No. 603 on September 17, 2012. This Claim was expunged pursuant to the Order Granting the Debtors' Fifty-First Omnibus Objection [Docket No. 6155].
3 Marion L Jenkins and Sharon B Jenkins PO Box 150057 Atlanta, GA 30315	7330	Administrative Priority Administrative Secured \$2,000,000.00 Secured Priority General Unsecured	Residential Capital, LLC	12-12020	Claimant previously filed Claim No. 4431 on November 9, 2012. This Claim was expunged pursuant to the Order Granting the Debtors' Twentieth Omnibus Objection [Docket No. 4941].
4 Marion L Jenkins and Sharon B Jenkins PO Box 150057 Atlanta, GA 30315	7344	Administrative Priority Administrative Secured \$2,000,000.00 Secured Priority General Unsecured	Residential Capital, LLC	12-12020	Claimant previously filed Claim No. 4431 on November 9, 2012. This Claim was expunged pursuant to the Order Granting the Debtors' Twentieth Omnibus Objection [Docket No. 4941].
5 Michael J. Clavin 1 Carlson Terrace Fishkill, NY 12524	7425	Administrative Priority Administrative Secured Secured Priority \$2,794.81 General Unsecured	GMAC Mortgage, LLC	12-12032	Claimant previously filed Claim No. 5279 on November 16, 2012. This claim was reclassified pursuant to the Order Granting the Debtors' Thirty-Sixth Omnibus Objection [Docket No. 5895]. The the Borrower Claims Trust will be addressing prepetition claim 5279 in due course.
6 Richard A. Roman 4011 Santa Anita El Paso , TX 79902	7452	UNLIQUIDATED Administrative Priority Administrative Secured Secured Priority General Unsecured	Residential Capital, LLC	12-12020	Claimant previously filed Claim No. 5865 on November 19, 2012. This Claim was expunged pursuant to the Order Granting the Debtors' Fifth Omnibus Objection [Docket No. 4241].
7 Tom Franklin 5800 Oak Grove Road Fort Worth, TX 76134	7335	Administrative Priority Administrative Secured Secured Priority \$131,000.00 General Unsecured	Residential Capital, LLC	12-12020	Claimant previously filed Claim No. 1195 on October 12, 2012. This Claim was expunged pursuant to the Supplemental Order Granting the Debtors' Twenty-First Omnibus Objection [Docket No. 5049].

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)
EXHIBIT A
SIXTY-THIRD OMNIBUS OBJECTION - DUPLICATE OF PREPETITION CLAIM (BORROWER ADMIN CLAIMS)

Claims to be Disallowed and Expunged					Reason(s) for Disallowance
Name of Claimant	Claim Number	Claim Amount	Asserted Debtor Name	Asserted Case Number	
Vicki West 5328 W 7th Avenue Los Angeles, CA 90043	7322	Administrative Priority Secured Priority \$29,849.85 General Unsecured	Residential Capital, LLC	12-12020	Claimant previously filed Claim No. 995 on October 5, 2012. This Claim was expunged pursuant to the Order Granting the Debtors' Twenty-Seventh Omnibus Objection [Docket No. 5199].

Exhibit B
Late-Filed Claims

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)
EXHIBIT B
SIXTY-THIRD OMNIBUS OBJECTION - LATE FILED (BORROWER ADMIN CLAIMS)

Claims to be Disallowed and Expunged					
Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number
Norma E. Rodriguez 14429 S Cookacre St Compton, CA 90221-2415	7450	02/19/2014	Administrative Priority Administrative Secured Secured Priority \$477,189.77 General Unsecured	Residential Capital, LLC	12-12020
Shelia Letcher 8807 Blue Ridge Blvd Kansas City, MO 64138	7435	01/22/2014	UNLIQUIDATED Administrative Priority Administrative Secured Secured Priority General Unsecured	Residential Capital, LLC	12-12020
Sheryl Terrell 1001 44th St. W Birmingham, AL 35208	7436	01/28/2014	UNLIQUIDATED Administrative Priority Administrative Secured Secured Priority General Unsecured	Residential Capital, LLC	12-12020

Exhibit C
Late-Filed Prepetition Claims

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)
EXHIBIT C
SIXTY-THIRD OMNIBUS OBJECTION - LATE FILED / DUPLICATE OF PREPETITION CLAIM (BORROWER ADMIN CLAIMS)

Claims to be Disallowed and Expunged

	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Unliquidated	Claimant Filed Prepetition Claim	Reason(s) for Disallowance
1	Bruce Osornik 218 E 900 S Salt Lake City, UT 84111-4215	7351	01/17/2014	Administrative Priority Administrative Secured Priority \$43,315.39 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Claimant previously filed Claim No. 3781 on November 8, 2012. This claim was reclassified from a claim against Residential Capital, LLC to a claim against GMAC Mortgage, LLC pursuant to the Order Granting the Debtors' Thirty-Eighth Omnibus Objection [Docket No. 5898]. The Borrower Claim Trust will be addressing prepetition claim 3781 in due course.
2	Linda J Vines & Gregory J Vines 3510 Derby Shire Circle Baltimore, MD 21244	7433	01/21/2014	Administrative Priority Administrative Secured Priority \$60,795.91 Secured Priority General Unsecured	GMAC Mortgage, LLC	12-12032	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Claimant previously filed Claim No. 1281 on October 15, 2012. This claim was reclassified from a secured claim to an unsecured claim pursuant to the Order Granting the Debtors' Thirty-Sixth Omnibus Objection [Docket No. 5895]. The Borrower Claim Trust will be addressing prepetition claim 1281 in due course.
3	Lynn Chapman Greene and James J. Cassidy 6526 Wauconda Dr Larkspur, CO 80118	7347	01/21/2014	Administrative Priority Administrative Secured Priority \$34,800.00 General Unsecured	Residential Capital, LLC	12-12020	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Claimant previously filed Claim No. 3484 on November 9, 2012. This claim was reclassified from a priority claim to a general unsecured claim pursuant to the Order Granting the Debtors' Seventeenth Omnibus Objection [Docket No. 4953]. The Borrower Claim Trust will be addressing prepetition claim 3484 in due course.
4	Mary Nacimiento (Deceased), & Sarah Olindina Nacimiento (Executor, Estate Administrator) 55 Elijah Court Cameron, NC 28326-6496	7429	01/17/2014	Administrative Priority Administrative Secured Secured Priority \$9,985.17 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Claimant previously filed Claim No. 4038 on November 9, 2012. This claim was reclassified from an administrative priority claim to a general unsecured claim pursuant to the Order Granting the Debtors' Seventeenth Omnibus Objection [Docket No. 4953]. The Borrower Trust will be addressing prepetition claim 4038 in due course.
5	Patricia Gauthy PO Box 12983 Tucson, AZ 85732	7430	01/17/2014	UNLIQUIDATED Administrative Priority Administrative Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Claimant previously filed Claim No. 4427 on November 9, 2012. This claim was reclassified from a claim against Residential Capital, LLC to a claim against GMAC Mortgage, LLC pursuant to the Order Granting the Debtors' Thirty-Eighth Omnibus Objection [Docket No. 5898]. The Borrower Claim Trust will be addressing prepetition claim 4427 in due course.
6	Tamara Carlson 18505 Ballantrae Drive Arlington, WA 98223-5038	7432	01/21/2014	Administrative Priority Administrative Secured Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Claimant previously filed Claim No. 3887 on November 9, 2012. This claim was reclassified from a claim against Residential Capital, LLC to a claim against GMAC Mortgage, LLC pursuant to the Order Granting the Debtors' Thirty-Ninth Omnibus Objection [Docket No. 5899]. The Borrower Claim Trust will be addressing prepetition claim 3887 in due course.

Exhibit D
No Basis Claims

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)
EXHIBIT D
SIXTY-THIRD OMNIBUS OBJECTION - NO BASIS / NO LIABILITY (BORROWER ADMIN CLAIMS)

Claims to be Disallowed and Expunged

Claims to be Disallowed and Expunged										
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Unliquidated	Claimant Filed Prepetition Claim	Reason(s) for Disallowance	
1	Arno & Lucinda Honselaar c/o Honselaar Revocable Declaration Trust 9225 Ellingham St San Diego, CA 92129	7353	01/29/2014	Administrative Priority Administrative Secured Priority \$18.00 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
2	Charles Decker James Whitbeck, Attorney at Law 44 Phillips St Greenfield, MA 01301	7333	01/02/2014	Administrative Priority Administrative Secured Priority \$1,600.00 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
3	COREY ANN FORD 1665 RIVERSIDE DRIVE UNIT 12 ROCHESTER HILLS, MI 48309	7317	01/08/2014	Administrative Priority Administrative Secured Priority \$16,650.00 Secured \$4,761.07 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
4	HUBERT AND WYLENE DARRISAW 3732 E GREENBRIAR RD AND HUBERT DARRISAW SR MACON, GA 31204	7423	01/16/2014	UNLIQUIDATED Administrative Priority Administrative Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
5	Janice Marie Cross P.O. Box 2453 West Columbia, SC 29171	7332	01/16/2014	\$500,000.00 Administrative Priority Administrative Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
6	Jayson J. Miller 726 North 150 East Springville, UT 84663	7346	01/17/2014	Administrative Priority Administrative Secured Priority \$1,562.52 Secured General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
7	Jean T. Feeney 5392 Evaline Street Las Vegas, NV 89120	7340	01/15/2014	Administrative Priority Administrative Secured Priority \$130,583.95 Secured \$395,661.24 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
8	Jena T. Feeney 5392 Evaline Street Las Vegas, NV 89120	7448	01/17/2014	Administrative Priority Administrative Secured Priority \$130,583.95 Secured \$395,661.24 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	
9	Karen Monaldi 285 Muirfield Dr Valparaiso, IN 46385	7449	02/20/2014	\$500,000.00 Administrative Priority Administrative Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)
EXHIBIT D
SIXTY-THIRD OMNIBUS OBJECTION - NO BASIS / NO LIABILITY (BORROWER ADMIN CLAIMS)

Claims to be Disallowed and Expunged

	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Unliquidated	Claimant Filed Prepetition Claim	Reason(s) for Disallowance
10	Linda Kay Pavelovch 730 Carlton Road Watsonville, CA 95076	7331	01/15/2014	Administrative Priority Secured Priority \$1,838.42 General Unsecured	Residential Capital, LLC	12-12020	<input type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.
11	SEAN BOOKER AND ALICE MCKENZIE 33818 CASTIGLIONE ST NEW ORLEANS, LA 70119	7410	01/06/2014	UNLIQUIDATED Administrative Priority Administrative Secured Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.
12	SEAN BOOKER AND ALICE MCKENZIE 33818 CASTIGLIONE ST NEW ORLEANS, LA 70119	7414	01/09/2014	UNLIQUIDATED Administrative Priority Administrative Secured Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.
13	Torri P. Telfair-Pierce 4440 NW 12th Court Lauderhill, FL 33313	7341	01/15/2014	UNLIQUIDATED Administrative Priority Administrative Secured Secured Priority General Unsecured	Residential Capital, LLC	12-12020	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Claimant was timely served with the Bar Date Notice and Admin Bar Date Notice at same address listed in the Debtors' records. There is no basis for an administrative claim pursuant to Section 503 of the Bankruptcy Code. Claimant never filed a claim by the November 16, 2012 Bar Date.